

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re:)
LEHMAN BROTHERS HOLDINGS INC., *et al.*,) Chapter 11
) Case No. 08-13555 (JMP)
)
)
Debtors) (Jointly Administered)
-----X

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a).
Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of
the transfer, other than for security, of the claim referenced in this evidence and notice.

The Royal Bank of Scotland plc
Name of Transferee

Name and Address where notices to transferee
should be sent:

Matthew Rosencrans
The Royal Bank of Scotland plc
600 Washington Blvd.
Stamford, CT 06910
Phone: 203 897 2644

With a copy to:
Richards Kibbe & Orbe L.L.P.
One World Financial Center
New York, NY 10281-1003
Attn: Managing Clerk

T. Boone Pickens
Name of Transferor

Case No. 08-13555
Court Claim # (if known): 66010, amending
Claims 17293 (in the amount of
\$18,157,000.00) and 2222 (in the amount of
\$18,157,000.00)
Amount of Claim as set forth in the amended
Claim 66010: \$13,488,793.00
Date Claim Filed: 12/24/2009

Phone: 214 265 4165

B 210A (Form 210A) (12/09)

Name and Address where transferee payments
should be sent (if different from above):

JPMorgan Chase Bank, New York

ABA #: 021000021

Beneficiary: RBSGMP Bank Loans

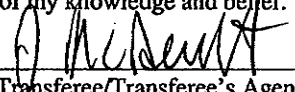
A/C#: 0667-08583

Ref: Lehman Claims from BP Capital

Phone: _____

B 210A (Form 210A) (12/09)

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: 
Transferee/Transferee's Agent

Date: 1/6/10

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

FORM OF EVIDENCE OF TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, T. Boone Pickens ("Seller") hereby unconditionally and irrevocably sells, transfers and assigns to The Royal Bank of Scotland plc ("Purchaser") 100% of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) against Lehman Brothers Holdings Inc. ("LBHI") (the "Debtor"), the debtor in Case No. 08-13555 (JMP) pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and the relevant portion of any and all proofs of claim (No. 66010) filed by Seller with the Bankruptcy Court in respect of the foregoing claim.

Seller hereby waives any objection to the transfer of the claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing claim, recognizing Purchaser as the sole owner and holder of the claim, and directing that all payments or distributions of money or property in respect of the claim be delivered or made to Purchaser.

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM is executed
this 31st day of December, 2009.

T. BOONE PICKENS

By: Boone Pickens
Name: T. Boone Pickens
Title: Self

THE ROYAL BANK OF SCOTLAND PLC
By: RBS Securities Inc., its agent

By: [Signature]
Name:
Title:

FORM OF EVIDENCE OF TRANSFER OF CLAIM

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For value received, the adequacy and sufficiency of which are hereby acknowledged, T. Boone Pickens ("Seller") hereby unconditionally and irrevocably sells, transfers and assigns to The Royal Bank of Scotland plc ("Purchaser") 100% of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) against Lehman Brothers Holdings Inc. ("LBHI") (the "Debtor"), the debtor in Case No. 08-13555 (JMP) pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and the relevant portion of any and all proofs of claim (No. 17293) filed by Seller with the Bankruptcy Court in respect of the foregoing claim.

Seller hereby waives any objection to the transfer of the claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing claim, recognizing Purchaser as the sole owner and holder of the claim, and directing that all payments or distributions of money or property in respect of the claim be delivered or made to Purchaser.

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM is executed
this 31st day of December, 2009.

T. BOONE PICKENS

By: Boone Pickens

Name: T. Boone Pickens

Title: Self

THE ROYAL BANK OF SCOTLAND PLC

By: RBS Securities Inc., its agent

By: [Signature]

Name: _____

Title

FORM OF EVIDENCE OF TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, T. Boone Pickens ("Seller") hereby unconditionally and irrevocably sells, transfers and assigns to The Royal Bank of Scotland plc ("Purchaser") 100% of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) against Lehman Brothers Holdings Inc. ("LBHI") (the "Debtor"), the debtor in Case No. 08-13555 (JMP) pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and the relevant portion of any and all proofs of claim (No. 2222) filed by Seller with the Bankruptcy Court in respect of the foregoing claim.

Seller hereby waives any objection to the transfer of the claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing claim, recognizing Purchaser as the sole owner and holder of the claim, and directing that all payments or distributions of money or property in respect of the claim be delivered or made to Purchaser.

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM is executed
this 31st day of December 2009.

T. BOONE PICKENS

By: Boone Pickens

sc Name: T. Boone Pickens
Title: Self

THE ROYAL BANK OF SCOTLAND PLC

By: RBS Securities Inc., its agent

By: [Signature]
Name: _____

Title: